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1 UNITED STATES DISTRICT COURT  
2 SOUTHERN DISTRICT OF NEW YORK

3 In re: FOREIGN EXCHANGE 13 Civ. 7789 (LGS)  
4 BENCHMARK RATES  
5 ANTITRUST LITIGATION  
6 -----x

7 New York, N.Y.  
8 September 29, 2017  
9 2:30 p.m.

10 Before:

11 HON. LORNA G. SCHOFIELD

12 District Judge

13 APPEARANCES

14 SCOTT + SCOTT, LLP  
15 Attorneys for Haverhill plaintiffs  
16 BY: CHRISTOPHER M. BURKE  
17 KRISTEN ANDERSON  
18 MICHELLE CONSTON

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20 Attorneys for Barclays defendants  
21 BY: CHRIS MILLER

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23 Attorneys for Credit Suisse defendants  
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BY: REENA GAMBHIR

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2 (In open court; case called)

3 THE COURT: Good afternoon. You may be seated.

4 Mr. Street is not going to take appearances on the  
5 record. We do have a court reporter and we know who is here  
6 and so we'll provide all of the appearances to the court  
7 reporter.

8 First of all, the second thing I want to say is I want  
9 to thank everyone who is on the phone for being on the phone.  
10 I had originally thought that we would be able to proceed just  
11 with the parties to the newest settlement agreement; but I  
12 realized then of course that there are issues that will impact  
13 everyone with the proposal to approving revised notice and a  
14 revised plan of distribution as well as a revised schedule. So  
15 I thought that if we can have everyone here, we can just  
16 take care of everything at once. So thank you very much to all  
17 of the counsel who represent all of the other parties and who  
18 are on the phone.

19 We are here on class plaintiff's motion to  
20 preliminarily approve a settlement agreement with Deutsche Bank  
21 as well as preliminarily approve the amended form of notice and  
22 the amended distribution plan. I have reviewed, although not  
23 studied, the motion papers.

24 Mr. Burke would you like to be heard?

25 MR. BURKE: Thank you, your Honor, for hearing us on

1 such short notice. Good afternoon.

2 If it would help the Court, I have prepared a schedule  
3 of settlement events that lays out the original calendar.

4 THE COURT: I actually think I have that because you  
5 had a proposed schedule in something that you just filed, which  
6 I printed, and it looks like all of the dates are the same  
7 essentially except for the beginning of notice.

8 MR. BURKE: This has just a little more detail.

9 THE COURT: Okay. Hand it up.

10 MR. BURKE: I also have, if the Court would like, a  
11 courtesy binder of all the filings.

12 THE COURT: Okay.

13 MR. BURKE: I provided Mr. Serino with the scheduled  
14 settlement events, and we can send it around to counsel on the  
15 phone as well.

16 The good news is we finally managed to button up all  
17 the detailed.

18 MR. MOLONEY: We cannot hear.

19 MR. BURKE: Mr. Moloney, does this work?

20 THE COURT: Mr. Moloney, can you hear us now?

21 MR. MOLONEY: I can. Thank you, your Honor.

22 THE COURT: Was that a yes?

23 MR. MOLONEY: Yes, your Honor. Thank you.

24 THE COURT: Thank you.

25 MR. BURKE: The good news is we managed to work

1 through all the issues with Deutsche Bank and their counsel and  
2 we now have a proposed settlement that we submitted to the  
3 Court. It is for essentially the same nonmonetary terms as the  
4 settlements we reached with all the other defendants. The  
5 monetary term with Deutsche Bank is \$190 million.

6 We realize that the date of the submission does  
7 complicate mailing out a single notice starting October 1st.  
8 However, we believe keeping to a single notice and rolling the  
9 Deutsche Bank settlement into the process promotes efficiencies  
10 and prevents confusion. I been doing this long enough to know  
11 when you get multiple notices going to class members, you get  
12 all types of questions and confusion and I would like to  
13 confuse that.

14 THE COURT: Well, frankly that is why I had this  
15 hearing today because I presumed that you wanted to send out a  
16 single notice and I didn't know what your time frame was.

17 MR. BURKE: Yes.

18 The website can actually go live by the October 1st  
19 date with the exception that we won't have the claims or notice  
20 materials up and we would simply be telling class members the  
21 Court is considering the Deutsche Bank settlement; but many of  
22 the other important settlement papers, including the settlement  
23 agreements, would be posted up on the website. So the process  
24 actually would be started by October 1st.

25 We've spoken with Garden City Group and the printers.

1 The mechanics of it are we need seven days to print everything  
2 and start notice. If the Court was comfortable, we could start  
3 that process now so that when preliminary approval hopefully is  
4 granted, we start that day. For publication notice we really  
5 need seven days lead time to secure our space in the Financial  
6 Times, Wall Street Journal, and the arrest.

7 From a disruption standpoint getting everything out as  
8 a mailed notice on the 1st simply isn't possible. However, we  
9 think that depending on how long the Court wants to set aside  
10 for considering objections to this particular settlement, as  
11 soon thereafter as it is approved, we can effectuate print  
12 notice and we can effectuate mailed notice. The website will  
13 already be live. As a result I believe we have enough extra  
14 days already built into this schedule that we can keep the  
15 exclusion date as is, the opt-out date as is, the claims filing  
16 date as is and the final fairness hearing. Really nothing else  
17 will be changed.

18 THE COURT: It looks to me like the date that was  
19 previously ordered and is still contemplated for an objection  
20 and opt-out deadline is February 7th, which still gives four  
21 months if the notice were to go out at the end of next week.  
22 That seems to me ample time.

23 MR. BURKE: Yes, your Honor.

24 THE COURT: So that addresses the settlement. It  
25 looks as though the terms of the settlement are substantially

1 the same, except for the money provision. It looks as though  
2 the changes to the notice merely conform to the addition of  
3 Deutsche Bank to the settling parties. It did look, though,  
4 like there were some other changes to the plan of distribution.

5 Do you want to address that?

6 MR. BURKE: We continued to refine the plan of  
7 distribution. So we're simply making changes to give class  
8 members a more precise idea of what the different factors are  
9 that we would take into account to arriving at estimated  
10 participation amount. So we refined the different factors  
11 we're using to adjust for ticket size and for currency pair.

12 THE COURT: Another question I have is that I had  
13 received a letter in hard copy yesterday and a couple days  
14 before that on ECF for Mr. Feinberg, who has submitted his  
15 application to resign; but at the same time, you are seeking  
16 his appointment as a settlement administrator as part of this  
17 motion.

18 Do you want to address that?

19 MR. BURKE: I think we'll be amending that, your  
20 Honor. That was a carryover and that should have been taken  
21 out.

22 To those people not aware, Mr. Feinberg's experts at  
23 Anaura are going to continue to work on the settlement and  
24 claims process as they have previously. Mr. Feinberg informed  
25 the parties he simply wished to narrow his role in this to



1 simply be mediator. He felt the process had gotten far enough  
2 long that it was no longer necessary to engage his services and  
3 pay him \$25,000 a month when people working under him were  
4 getting the job done.

5 THE COURT: Well, I always approve of spending less  
6 money. So I will delete him from the proposed order.

7 MR. BURKE: Thank you, your Honor.

8 THE COURT:

9 MS. ANDERSON: Your Honor, this Kristen Anderson from  
10 Scott + Scoot for plaintiff.

11 THE COURT: Yes.

12 MS. ANDERSON: In the proposed order that we submitted  
13 on ECF today, we did remove approval for Mr. Feinberg as the  
14 settlement administrator.

15 THE COURT: Thank you.

16 Are there any other changes in the documents that were  
17 filed today apart from the ones I know about?

18 MR. BURKE: Other than conforming them to take into  
19 account the settlement with Deutsche Bank and provide more  
20 specificity in the plan of distribution, no, your Honor.

21 THE COURT: Is there anybody else who would like to be  
22 heard?

23 Hearing nothing, what I take from that is that there  
24 is no objection to the motions that class plaintiffs have made.  
25 So I will make oral rulings now to be followed by a written

1 ruling.

2 I am preliminary approving the proposed settlement  
3 with Deutsche Bank AG. I am certifying the proposed classes  
4 for settlement purposes. I am appointing Christopher Burke of  
5 Scott + Scott, Attorneys at Law, LLP, and Michael D. Hausfeld  
6 of Hausfeld, LLP, as settlement class counsel. I am appointing  
7 class plaintiffs as class representatives for settlement  
8 purposes. I am approving Huntington National Bank as escrow  
9 agent. I am approving Garden City Group as claims  
10 administrator. I am staying all proceedings in the action with  
11 respect to Deutsche Bank AG and Deutsche Bank Securities, Inc.,  
12 until further order of the Court, except as maybe necessary to  
13 implement the settlement set forth in the settlement agreement  
14 or comply with the terms thereof.

15 I will also order that the mail notice commence by  
16 October 6th, which is a date from today that the publication  
17 notice begins as soon as practicable after that and that the  
18 settlement website be brought online as soon as practicable.  
19 All of the other dates that I had previous ordered will remain  
20 in effect.

21 Is there anything else we need to deal with?

22 MR. BURKE: Nothing from plaintiffs, your Honor.

23 THE COURT: Anyone else?

24 Thank you. We're adjourned.

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